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6 Attorneys for Defendants Countrywide Securities  
7 Corporation, Countrywide Financial Corporation, and  
CWALT, Inc.

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10 FEDERAL HOME LOAN BANK OF SAN  
11 FRANCISCO,

12 Plaintiff,  
13 v.  
14 CREDIT SUISSE SECURITIES (USA) LLC,  
et al.,  
15 Defendants.

16 Case No.: CV-10-03045 SC

17 NOTICE OF SUBSTITUTION OF  
18 COUNSEL AND [PROPOSED] ORDER  
19 FOR DEFENDANTS COUNTRYWIDE  
20 SECURITIES CORPORATION,  
21 COUNTRYWIDE FINANCIAL  
22 CORPORATION, AND CWALT, INC.  
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Judge: Hon. Samuel Conti

1 TO THE COURT, PLAINTIFF, AND ITS ATTORNEYS OF RECORD:

2 PLEASE TAKE NOTICE that Defendants Countrywide Securities Corporation,  
3 Countrywide Financial Corporation, and CWALT, Inc. (collectively, the "Countrywide  
4 Defendants") hereby substitute Stephen D. Hibbard and Jared R. Sams and the law firm of  
5 Shearman & Sterling LLP as their attorneys of record in place of Darryl P. Rains, Craig D. Martin,  
6 Eugene G. Illovsy, Anne K. Davis, and Victor Meng and the law firm of Morrison & Foerster  
7 LLP. Mr. Hibbard and Mr. Sams are admitted to practice before this Court. The new contact  
8 information for the Countrywide Defendants' counsel of record is as follows:

9 Stephen D. Hibbard  
10 Jared R. Sams  
11 SHEARMAN & STERLING LLP  
12 525 Market Street, Suite 1500  
13 San Francisco, CA 94105  
14 Telephone: (415) 616-1100  
Facsimile: (415) 616-1199  
shibbard@shearman.com  
jared.sams@shearman.com

15 Dated: November 18, 2010

I consent to the substitution of counsel.

16 COUNTRYWIDE SECURITIES CORPORATION

17 By: \_\_\_\_\_ /s/  
18 Michael Schloessmann  
President

19 Dated: November 18, 2010

I consent to the substitution of counsel.

20 COUNTRYWIDE FINANCIAL CORPORATION

21 By: \_\_\_\_\_ /s/  
22 Michael Schloessmann  
President and Chief Executive Officer



1 Dated: November 18, 2010 I consent to the substitution of counsel.  
2 CWALT, INC.  
3  
4 By: \_\_\_\_\_ /s/  
5 Michael Schloessmann  
Managing Director  
6 Dated: November 19, 2010 I have given proper notice and further consent to  
7 the above substitution.  
8 MORRISON & FOERSTER LLP  
9  
10 By: \_\_\_\_\_ /s/  
11 Darryl P. Rains  
12 Dated: November 19, 2010 I consent to the substitution of counsel.  
13 SHEARING & STERLING LLP  
14 By: \_\_\_\_\_ /s/  
15 Stephen D. Hibbard  
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**[PROPOSED] ORDER**

The foregoing substitution of attorneys is authorized by the Court and the Clerk of the Court is directed to make the appropriate change on the docket.

IT IS SO ORDERED.

Dated: November \_\_, 2010

~~HON. SAMUEL CONTI~~

1 ATTESTATION PURSUANT TO GENERAL ORDER 45  
2

3 I, Stephen D. Hibbard, attest that concurrence in the filing of this document has  
4 been obtained from each of the signatories. I declare under penalty of perjury under the laws of  
5 the United States of America that the foregoing is true and correct. Executed this 19th day of  
November, 2010 in San Francisco, California.

6 By: \_\_\_\_\_ /s/  
7 Stephen D. Hibbard  
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9 Counsel for Defendants Countrywide Securities  
10 Corporation, Countrywide Financial Corporation, and  
CWALT, Inc.  
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